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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Case No. 19-30088 (DM)
Chapter 11
(Lead Case) (Jointly Administered)

**NOTICE OF FILING OF REVISED
PROPOSED ORDER APPROVING
MOTION OF DEBTORS PURSUANT TO
11 U.S.C. §§ 105(a), 363(b), AND 503(c)
FOR ENTRY OF AN ORDER (I)
APPROVING DEBTORS' INCENTIVE
PROGRAM FOR CERTAIN KEY
EMPLOYEES AND (II) GRANTING
RELATED RELIEF**

Re: Dkt. No. 2664
Date: August 9, 2019
Time: 11:30 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 **PLEASE TAKE NOTICE** that On June 19, 2019, the Debtors filed the *Motion of Debtors*
2 *Pursuant to 11 U.S.C. §§ 105(a), 363(b) and 503(c) for Entry of an Order (I) Approving Debtors’*
3 *Incentive Program for Certain Key Employees and (II) Granting Related Relief* [Dkt. No. 2664] (the
4 **“Motion”**).

5 **PLEASE TAKE FURTHER NOTICE** that a proposed form of order with respect to the relief
6 sought therein was attached as Exhibit A to the Motion (the **“Original Proposed Order”**).

7 **PLEASE TAKE FURTHER NOTICE** that the hearing on the Motion is scheduled to be held
8 on **August 9, 2019, at 11:30 a.m. (Pacific Time)** (the **“Omnibus Hearing”**) at the United States
9 Bankruptcy Court for the Northern District of California (San Francisco Division) (the **“Bankruptcy**
10 **Court”**) in the courtroom of the Honorable Dennis Montali, United States Bankruptcy Judge,
11 Courtroom 17, 16th Floor, 450 Golden Gate Avenue, San Francisco, California 94102. Unless
12 previously agreed to by stipulation, oppositions or responses, if any, to the relief requested in the
13 Motion were required to be filed and served on or before July 17, 2019 at 4:00 p.m. (Pacific Time) (the
14 **“Objection Deadline”**).

15 **PLEASE TAKE FURTHER NOTICE** that, attached hereto as **Exhibit 1-1** and **Exhibit 1-2**,
16 respectively, are copies of the Debtors’ revised proposed order on the Motion (the **“Revised Proposed**
17 **Order”**) and a redline comparison of the Revised Proposed Order against the Original Proposed Order,
18 which reflect changes made to the Original Proposed Order following discussions with the Official
19 Committee of Unsecured Creditors (the **“Creditors Committee”**). With these changes, the Motion
20 has the support of the Creditors Committee.

21 **PLEASE TAKE FURTHER NOTICE** that the Debtors reserve the right to further amend,
22 modify, or supplement the proposed order on the Motion at any time up to and during the Omnibus
23 Hearing.

24 **PLEASE TAKE FURTHER NOTICE** that copies of the pleadings and other documents
25 identified herein can be viewed and/or obtained: (i) by accessing the Court’s website at
26 <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450 Golden
27 Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors’ notice and claims agent, Prime
28 Clerk LLC, at <https://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for
U.S.-based parties; or +1 (929) 333-8977 for International parties or by e-mail at:
pgeinfo@primeclerk.com. Note that a PACER password is needed to access documents on the
Bankruptcy Court’s website.

Dated: August 7, 2019

WEIL, GOTSHAL & MANGES LLP
KELLER & BENVENUTTI LLP

/s/ Thomas B. Rupp

Thomas B. Rupp

Attorneys for Debtors and Debtors in Possession